



NEW APPLICATION
ORIGINAL



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June 23, 2004

AZ CORP COMMISSION
DOCUMENT CONTROL

Arizona Corporation Commission

DOCKETED

JUL 16 2004

Docket Control Center
Arizona Corporation Commission
Utilities Division
1200 West Washington
Phoenix, AZ 85007-2996



T-04080A-04-0510
T-04058A-04-0510

Re: Application of ComTech21, LLC and United Systems Access
for Approval of Transfer of Assets

To Whom It May Concern:

Enclosed on behalf of ComTech21, LLC ("ComTech21") and United Systems Access are an original and thirteen (13) copies of the parties Notification of a Transfer of Assets. Also enclosed is the Proposal and Advice Letter Filing Summary.

Please date-stamp the Receipt copy of this filing and return it in the self-addressed, stamped envelope. Please refer all questions to Sonja Johnson-Byers, Director - Regulatory Compliance at 203-679-7290.

Respectfully Submitted

Marie Marcarelli
EVP

Enclosures

NEW APPLICATION

**BEFORE THE
STATE OF ARIZONA
CORPORATION COMMISSION**

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2004 JUL 16 A 11: 31

June 23, 2004

Application of ComTech21, LLC
For Approval of a Transaction Whereby United Systems Access)
Services, Inc. Transfers Its Customers to ComTech21, LLC)

**AZ CORP COMMISSION
DOCUMENT CONTROL**

Case No. _____

T-04080A-04-0510

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APPLICATION TO TRANSFER CUSTOMER BASE

ComTech21, LLC, d/b/a/ ComTech21 hereby requests approval of a transaction whereby ComTech21, LLC ("ComTech21") will acquire. "United Systems Access" customers. United Systems Access will transfer its customers to ComTech21, and ComTech21 requests a waiver of the applicable subscriber authorization and verification requirements for the change of customers' primary interexchange carrier.¹ United Systems Access² and ComTech21³ are nondominant interexchange carriers authorized by this Commission to provide interexchange telecommunications services in the State of Arizona.

ComTech21 respectfully requests expedited treatment of this Application. In support of their request, ComTech21 and United Systems Access provide the following information:

¹ Concurrent with this filing, ComTech21 has petitioned the Federal Communications Commission to grant a limited waiver of its subscriber carrier selection rules (47C.F.R. §§64.1100 through 64.1190 (2000)) and relevant Orders to the extent necessary to permit Cybertel Communications to transfer its customers to ComTech21's customer base without first obtaining the customers' authorization and verification.

² United Systems Access is authorized to operate as a switchless reseller of interexchange telephone service pursuant to the Commission's Decision 11/20/02.

³ ComTech21 is authorized as reseller of all forms of telecommunications services pursuant to Commission's Decision No. 65760, dated 3/20/03.

THE PARTIES

A. Comtech21, LLC

ComTech21 is a Delaware limited liability company. ComTech21 maintains its principal office at One Barnes Park South, Wallingford, Connecticut 06492.

ComTech21 is authorized to provide intrastate resold interexchange telecommunications services in more than 48 states. ComTech21 provides interexchange telecommunications services in the State of Arizona pursuant to the Certificate of Public Convenience and Necessity issued by the Commission on 3/20/2003.⁴ ComTech21 is authorized by the Federal Communications Commission (“FCC”) to provide international switched and private line telecommunications services between the United States and various international points.⁵

ComTech21 is an experienced and duly certified telecommunications carrier and has sufficient managerial and financial qualifications to acquire the customer assets of United Systems Access and to ensure the uninterrupted provision of telecommunications services. Further information concerning ComTech21’s managerial, technical, and financial qualifications to provide telecommunications services were filed with ComTech21’s application for certification in Arizona, and is incorporated herein by reference.

⁴ See *supra* note 3.

⁵ ComTech21 holds Section 214 global resale and facilities-based authority pursuant to Section 214 of the Communications Act of 1934, as amended. FCC File No. ITC-214-20000419-00289, Public Notice Report No. TEL-00242 (May 24, 2000).

B. United Systems Access Company

United Systems Access is a Delaware corporation with principal offices located at 5 Bragdon Lane Suit 200, Kennebunk, Maine 04043 currently provides intrastate interexchange telecommunications service in Arizona, pursuant to authority issued by the Arizona Corporation Commission.

II DESIGNATED CONTACTS

The designated contacts for questions concerning this Application are:

Sonja Johnson-Byers

Director – Regulatory Compliance

ComTech21, LLC

One Barnes Park South

Wallingford, CT. 06492

203-679-7290

With a copy to:

Marie Marcarelli

Executive Vice President

ComTech21, LLC

One Barnes Park South

Wallingford, CT 06492

203-679-7201

II. THE TRANSACTION

Pursuant to an agreement executed between ComTech21 and United Systems Access, United Systems Access has agreed to divest certain retail assets. The parties intend to transfer United Systems Access customers to ComTech21. UNITED SYSTEMS ACCESS intends to migrate approximately 112 customers to ComTech21 in the State of Arizona on August 15, 2004. ComTech21 will provide interexchange service to these customers under the same or better rates as provided by United Systems Access. Because ComTech21 is already authorized to provide long distance services in the State of Arizona, the transfer of United Systems Access long distance customers will proceed following the Commission's approval of this Application.

ComTech21 requests authority to transfer United Systems Access customers to ComTech21, and ComTech21 requests a waiver of the applicable carrier change authorization and verification rules. Upon Commission approval of this Application, but prior to the transfer of United Systems Access customers to ComTech21, ComTech21 will provide notice to these customers of the change in their interexchange service provider. These customers will be notified via a letter that states: (a) the quality of service to the customers will remain the same and that ComTech21 will continue to provide service to the customers with the same or better services and rates currently provided to them by United Systems Access; (b) the customers have the right to switch to the interexchange carrier of their choice; (c) ComTech21 will reimburse customers for any primary interexchange carrier ("PIC") change charges if imposed by local exchange carriers ("LEC") in connection with this transaction; and (d) the customers may contact

ComTech21 via a toll-free number with any questions regarding the switch over.

ComTech21 will also amend its tariff, if necessary, to include the applicable United Systems Access services and rates for these customers. After the consummation of the transfer, ComTech21 will send another notification letter welcoming customers and reiterating statements (a) through (d) above. Therefore, the transaction will be completely transparent to customers and will not involve a change in the manner or quality in which United Systems Access customers will receive their telecommunications services.

As such, this transaction will neither disrupt the service nor cause inconvenience or confusion to United Systems Access customers. Similarly, the proposed transaction will have no effect on the operation of ComTech21, which will continue providing intrastate interexchange telecommunications services to customers pursuant to its existing Arizona authorization.

III. PUBLIC INTEREST CONSIDERATIONS

Telecommunications customers and the general public will realize significant benefits from the transfer of United Systems Access customer base to ComTech21. Approval of the proposed transaction will service the public interest by allowing United Systems Access's customers to continue to receive service, under the same or better rates than those they currently enjoy. The customers will be sufficiently notified of the transaction and their rights before and after the transaction. As a result of the transfer, there is no change in the quality of service provided to customers and the customers are protected because they are being served by an experienced and qualified carrier. Hence, the public

interest is served by ComTech21's provision of interexchange service to the transferred United Systems Access customers.

IV. CONCLUSION

WHEREFORE, ComTech21 respectfully requests that the Commission approve the proposed transfer of United Systems Access's customer assets to ComTech21, and grant all other relief as necessary and appropriate to effectuate the proposed transaction described herein.

Respectfully submitted,

A handwritten signature in black ink, reading "Marie Marcarelli". The signature is written in a cursive, flowing style.

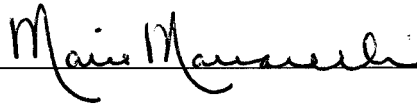
Marie Marcarelli

Executive Vice President

ComTech21, LLC

VERIFICATION

I, Marie Marcarelli, declare under penalty of perjury, that I am the Executive Vice President of ComTech21, LLC ("ComTech21"), in this proceeding; that I am authorized to make this verification on behalf of ComTech21, that I have read the foregoing Application and that facts stated therein are true and correct to the best of my knowledge, information and belief.

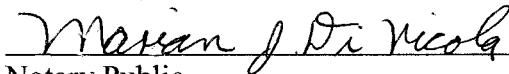


Marie Marcarelli

Executive Vice President

ComTech21, LLC

Sworn to and subscribed before me this 30th day of June, 2004.



Notary Public

My Commission Expires:

May 31, 2006